

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

PCVST MEZZCO 4, LLC; PCVST MEZZCO 5, LLC;
PCVST MEZZCO 6, LLC; PCVST MEZZCO 7, LLC;
PCVST MEZZCO 8, LLC; AND PCVST MEZZCO 9,
LLC,

Plaintiffs,

-against-

WACHOVIA BANK COMMERCIAL MORTGAGE
TRUST 2007-C30; COBALT CMBS COMMERCIAL
MORTGAGE TRUST 2007-C2; WACHOVIA BANK
COMMERCIAL MORTGAGE TRUST 2007-C31; ML-
CFC COMMERCIAL MORTGAGE TRUST 2007-5;
ML-CFC COMMERCIAL MORTGAGE TRUST 2007-
6; U.S. BANK, NATIONAL ASSOCIATION AND
NONPARTY WELLS FARGO BANK, NATIONAL
ASSOCIATION, IN THEIR CAPACITY AS
TRUSTEES FOR THE FOREGOING TRUSTS; CW
CAPITAL ASSET MANAGEMENT LLC, BOTH
DIRECTLY AND IN ITS CAPACITY AS SPECIAL
SERVICER, ACTING FOR THE FOREGOING
TRUSTS AND THEIR RESPECTIVE TRUSTEES;
PCV-M HOLDINGS LLC; PCV ST OWNER LP; ST
OWNER LP; PCVST-DIL LLC; ST-DIL LLC; AND
JOHN DOES 1-10,

Defendants.

Case No. 1:14-cv-06023-AJN

**RESPONSE OF INTERESTED
PARTIES APPALOOSA
INVESTMENT L.P. I.,
PALOMINO FUND LTD.,
THOROUGHbred FUND L.P.,
AND THOROUGHbred
MASTER LTD. TO MOTION TO
STRIKE**

Appaloosa Investment L.P. I, Palomino Fund Ltd., Thoroughbred Fund L.P., and
Thoroughbred Master Ltd. (collectively, "AML") by their attorneys, Willkie Farr & Gallagher
LLP, submit this statement in response to the motion to strike filed by Defendants.

1. That AML is an interested party in this action is not seriously in dispute.
As noted previously in its Statement of Interested Party, AML is a substantial Certificateholder,
with more than half a billion dollars worth of certificates issued by Securitization Trusts that are

named Defendants in this action. Although Defendants take issue with AMLP's bona fides as an interested party by questioning the amount that AMLP paid to acquire its interest, it cannot be disputed that AMLP holds approximately 17 percent of the subordinate layers of the Securitization Trusts.¹ It also cannot be disputed that, as a substantial holder of the most subordinate interest in the Securitization Trusts, AMLP is the party most at risk in the event that the trust cannot realize the full value of Stuy Town among other assets held by the Trust.

2. Indeed, although AMLP is clearly an interested party in this action, it has not sought to intervene because AMLP's interests are aligned with the securitization trusts that are Defendants in this action. Nevertheless, in view of the Trustee's demonstrated lack of interest, as well as Defendant CW Capital's multiple and competing roles, it is apparent that Certificateholders such as AMLP have no one to speak for them in this action. For these and all the other reasons set forth in AMLP's earlier submission, AMLP's statement should rightfully remain part of the record of this action.

DATED: January 7, 2015
New York, New York

WILLKIE FARR & GALLAGHER LLP

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and Thoroughbred Master Ltd.*

¹ Although market prices of such certificates should be irrelevant and certain of the interests now trade for mere cents on the dollar (reflecting the risk holders of such certificates face), others trade at par.